

**UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND
(Northern Division)**

IN RE TITANIUM DIOXIDE ANTITRUST
LITIGATION

Master Docket No. 10-CV-00318-RDB

THIS DOCUMENT RELATES TO:
All Actions

**DEFENDANTS' MOTION TO COMPEL ARBITRATION AND STAY PROCEEDINGS,
MOTION TO DISMISS FOR IMPROPER VENUE, MOTION TO STRIKE, AND
RENEWED MOTION TO AMEND THE CLASS DEFINITION**

Pursuant to leave granted by the Court's November 27, 2012 Order (Dkt #367), and for the reasons stated in the accompanying memorandum and attachments, Defendants E. I. du Pont de Nemours and Company ("DuPont"), Huntsman International LLC ("Huntsman"), Kronos Worldwide, Inc. ("Kronos"), and Cristal USA Inc. (formerly known as Millennium Inorganic Chemicals Inc.) ("Millennium"), respectfully move that the Court: (i) order all class members with claims subject to an arbitration provision¹ to proceed in arbitration and stay all of the claims of those class members; (ii) dismiss the claims of all class members with claims subject to mandatory forum selection provisions² that render this Court an improper forum to adjudicate their claims; (iii) strike the jury trial demands of class members that have contractually waived

¹ Class members with claims subject to an arbitration provision are listed in Table A of Exhibit 1 to this Motion. Exhibit 1 is filed under seal.

² Class members with claims subject to a mandatory forum selection clause are listed in Tables B and C of Exhibit 1. Table B lists the contracts containing mandatory forum selection clauses, including three contracts between Huntsman and Guild CPO, Inc., which is a purchasing organization composed of members who purchase titanium dioxide pursuant to the contracts negotiated by the Guild CPO, Inc. Table C lists members of the Guild CPO who purchased titanium dioxide from Huntsman pursuant to the Guild CPO, Inc. contracts with Huntsman from 2005 to the present and are, therefore, subject to the terms of those agreements.

their rights to jury trials³ and (iv) modify the present class definition to exclude from the class each class member that is precluded from pursuing claims in this action as a result of its agreement to an arbitration, forum selection, class action waiver⁴ and/or jury waiver clause in one or more of its contracts with the Defendants.

Defendants also pray for such further relief to which they may be justly entitled.

³ Class members with claims subject to a jury waiver clause are listed in Table E of Exhibit 1.

⁴ Class members with claims subject to a class action waiver clause are listed in Table D of Exhibit 1.

Dated: April 18, 2013

Respectfully submitted,

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